

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

ALEXANDER E. JACKSON, JACKSON
DESCENDANTS' 2002 TRUST AND AEJ
HOLDCO LTD., individually and derivatively on
behalf of Polygon Credit Holdings Limited and
Polygon Credit Management Holdings, L.P.,

Plaintiffs,

v.

READE E. GRIFFITH, PATRICK G.G. DEAR,
GREVILLE WARD, REG HOLDCO II LTD.,
POLYGON CREDIT HOLDINGS LIMITED,
TETRAGON FINANCIAL MANAGEMENT
GP LLC, TETRAGON FINANCIAL
MANAGEMENT, L.P., JEFFREY HERLYN,
MICHAEL ROSENBERG, DAVID
WISHNOW, GRIFFITH DESCENDANTS' 2002
TRUST, HRW HOLDINGS LLC AND OTHER
UNKNOWN PERSONS,

Defendants.

Civil Action No. 1 :19-cv-07391-DLC

**STIPULATION AND
[PROPOSED] ORDER
DIRECTING ARBITRATION
AND STAYING ACTION**

WHEREAS, on July 23, 2019, plaintiffs Alexander E. Jackson, Jackson Descendants' 2002 Trust and AEJ Holdco Ltd. ("Plaintiffs") commenced an action in the Supreme Court of the State of New York by filing a Summons and Complaint (the "Complaint");

WHEREAS, on August 8, 2019, defendants Reade E. Griffith, Patrick G.G. Dear, Polygon Credit Holdings Ltd., Tetragon Financial Management GP LLC, Tetragon Financial Management, L.P., Griffith Descendants' 2002 Trust ("Griffith Trust") and REG Holdco II Ltd. (collectively, the "Removing Defendants") filed a Notice of Removal (Dkt. #5) and thereby removed the action to this Court on the ground that its subject matter relates to an arbitration agreement falling under the United Nations Convention on the Recognition and Enforcement of

Foreign Arbitral Awards (June 10, 1958, T.I.A.S. No. 6997) (the "New York Convention"), implemented at 9 U.S.C. § 201, *et seq.*;

WHEREAS, on August 12, 2019, defendants Jeffrey Herlyn, Michael Rosenberg and David Wishnow (collectively, the "Consenting Defendants," and together with the Removing Defendants other than Griffith Trust, "Defendants") filed a Consent to Removal (Dkt. #8) and thereby consented to the removal of the action to this Court;

WHEREAS, all named defendants, except Greville Ward ("Ward"), Griffith Descendants' Trust 2002 and HRW Holdings LLC ("HRW") have been served in this action, and Plaintiffs have determined not to pursue claims against Ward, the Griffith Trust and HRW in this action;

WHEREAS, Plaintiffs have informed Defendants that they are satisfied that this Court has jurisdiction over this action pursuant to the New York Convention and 9 U.S.C. §§ 203, 205 and that, accordingly, they do not intend to file a motion to remand this action to the Supreme Court of the State of New York;

WHEREAS, Plaintiffs and Defendants agree that all of the claims asserted against Defendants in the Complaint are subject to arbitration agreements or are sufficiently related to such claims so as to allow submission to arbitration; and

WHEREAS, Plaintiffs have advised Defendants that they intend to initiate an arbitration with the American Arbitration Association, in accordance with the governing arbitration agreements;

IT IS HEREBY STIPULATED AND AGREED, by and between Plaintiffs and Defendants, through their undersigned counsel, for this Court to enter an Order as follows:

1. Plaintiffs and Defendants are directed to arbitrate the claims asserted against Defendants in the Complaint.

2. Plaintiffs shall initiate an arbitration with the American Arbitration Association, in accordance with the governing arbitration agreements, within thirty (30) days of the date of this Order.

3. All further proceedings in this action are stayed pending the final resolution of the forthcoming arbitration between Plaintiffs and Defendants.

Dated: September 9, 2019

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IT IS SO ORDERED:

Dated: _____

U.S.D.J.